

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: JAN 11 2006

WOMENS VOICES WOMENS VOTE ACTION
FUND
C/O RICHARD L THOMAS
1666 CONNECTICUT AVE NW STE 500
WASHINGTON, DC 20009-0000

Employer Identification Number:
03-0554750
DLN:
17053343038005
Contact Person:
JOAN C KISER ID# 31217
Contact Telephone Number:
(877) 829-5500
Accounting Period Ending:
DECEMBER 31
Form 990 Required:
YES
Effective Date of Exemption:
FEBRUARY 08, 2005
Contribution Deductibility:
NO

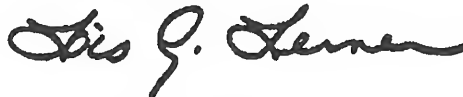
Dear Applicant:

We are pleased to inform you that upon review of your application for tax-exempt status we have determined that you are exempt from Federal income tax under section 501(c)(4) of the Internal Revenue Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Please see enclosed Information for Organizations Exempt Under Sections Other Than 501(c)(3) for some helpful information about your responsibilities as an exempt organization.

We have sent a copy of this letter to your representative as indicated in your power of attorney.

Sincerely,



Lois G. Lerner
Director, Exempt Organizations
Rulings and Agreements

Enclosure: Information for Organizations Exempt Under Sections Other Than 501(c)(3)

Letter 948 (DO/CG)

WOMENS VOICES WOMENS VOTE ACTION

INFORMATION FOR ORGANIZATIONS EXEMPT UNDER SECTIONS
OTHER THAN 501(C)(3)

WHERE TO GET FORMS AND HELP

Forms and instructions may be obtained by calling toll free 1-800-829-3676, through the Internet Web Site at www.irs.gov, and also at local tax assistance centers.

Additional information about any topic discussed below may be obtained through our customer service function by calling toll free 1-877-829-5500 between 8:30 a.m. - 5:30 p.m. Eastern time.

NOTIFY US ON THESE MATTERS

If you change your name, address, purposes, operations or sources of financial support, please inform our TE/GE Customer Account Services Office at the following address: Internal Revenue Service, P.O. Box 2508, Cincinnati, Ohio 45201. If you amend your organizational document or by-laws, or dissolve your organization, provide the Customer Account Services Office with a copy of the amended documents. Please use your employer identification number on all returns you file and in all correspondence with the Internal Revenue Service.

FILING REQUIREMENTS

In your exemption letter we indicated whether you must file Form 990, Return of Organization Exempt From Income Tax. Form 990 (or Form 990-EZ) is filed with the Ogden Submission Processing Center, Ogden UT 84201-0027.

You are required to file a Form 990 only if your gross receipts are normally more than \$25,000.

If your gross receipts are normally between \$25,000 and \$100,000, and your total assets are less than \$250,000, you may file Form 990-EZ. If your gross receipts are over \$100,000, or your total assets are over \$250,000, you must file the complete Form 990. The Form 990 instructions show how to compute your "normal" receipts.

If a return is required, it must be filed by the 15th day of the fifth month after the end of your annual accounting period. There are penalties for failing to timely file a complete return. For additional information on penalties, see Form 990 instructions or call our toll free number.

If your receipts are below \$25,000, and we send you a Form 990 Package, follow the instructions in the package on how to complete the limited return to advise us that you are not required to file.

If your exemption letter states that you are not required to file Form 990, you are exempt from these requirements.

WOMENS VOICES WOMENS VOTE ACTION

UNRELATED BUSINESS INCOME TAX RETURN

If you receive more than \$1,000 annually in gross receipts from a regular trade or business you may be subject to Unrelated Business Income Tax and required to file Form 990-T, Exempt Organization Business Income Tax Return. Special rules for organizations exempt under sections 501(c)(7), (9), (17) and (19) are described in Publication 598.

There are several exceptions to the tax on unrelated business income.

1. Income you receive from the performance of your exempt activity is not unrelated business income.
2. Income from fundraisers conducted by volunteer workers, or where donated merchandise is sold, is not unrelated business income.
3. Income from routine investments such as certificates of deposit, savings accounts, or stock dividends is usually not unrelated business income.

There are special rules for income derived from real estate or other investments purchased with borrowed funds. This income is called "debt financed" income. For additional information regarding unrelated business income tax see Publication 598, Tax on Unrelated Business Income of Exempt Organizations, or call our toll free number shown above.

PUBLIC INSPECTION OF APPLICATION AND INFORMATION RETURN

You are required to make your annual information return, Form 990 or Form 990-EZ, available for public inspection for three years after the later of the due date of the return, or the date the return is filed. You are also required to make available for public inspection your exemption application, any supporting documents, and your exemption letter. Copies of these documents are also required to be provided to any individual upon written or in person request without charge other than reasonable fees for copying and postage. You may fulfill this requirement by placing these documents on the Internet. Penalties may be imposed for failure to comply with these requirements. Additional information is available in Publication 557, Tax-Exempt Status for Your Organization, or you may call our toll free number shown above.

EXCESS BENEFIT TRANSACTIONS

(Applies to 501(c)(4) organizations)

Excess benefit transactions are governed by section 4958 of the Code. Excess benefit transactions involve situations where a section 501(c)(4) organization provides an unreasonable benefit to a person who is in a position to exercise substantial influence over the organization's affairs. If you believe there may be an excess benefit transaction involving your organization, you should report the transaction on Form 990 or Form 990-EZ. Additional information can

WOMENS VOICES WOMENS VOTE ACTION

be found in the instructions for Form 990 and Form 990-EZ, or you may call our toll-free number to obtain additional information on how to correct and report this transaction.

EMPLOYMENT TAXES

If you have employees, you are subject to income tax withholding and the social security taxes imposed under the Federal Insurance Contribution Act (FICA). You are required to withhold Federal income tax from your employee's wages and you are required to pay FICA on each employee who is paid more than \$100 in wages during a calendar year. To know how much income tax to withhold, you should have a Form W-4, Employee's Withholding Allowance Certificate, on file for each employee.

You are also liable for tax under the Federal Unemployment Tax (FUTA) for each employee you pay \$50 or more during a calendar quarter if, during the current or preceding calendar year, you had one or more employees at any time in each of 20 calendar weeks or you paid wages of \$1,500 or more in any calendar quarter.

Employment taxes are reported on Form 941, Employer's Quarterly Federal Tax Return. The requirements for withholding, depositing, reporting and paying employment taxes are explained in Circular E, Employer's Tax Guide, (Publication 15), and Employer's Supplemental Tax Guide, (Publication 15-A). These publications explain your tax responsibilities as an employer.

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: **JAN 11 2006**

WOMENS VOICES WOMENS VOTE ACTION
FUND
1325 DARNALL DR
MCLEAN, VA 22101

Employer Identification Number:
03-0554750
DLN:
17053343038005
Contact Person: ID# 31217
JOAN C KISER
Contact Telephone Number:
(877) 829-5500
Accounting Period Ending:
DECEMBER 31
Form 990 Required:
YES
Effective Date of Exemption:
FEBRUARY 08, 2005
Contribution Deductibility:
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Dear Applicant:

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FUND
C/O B HOLLY SCHADLER
1666 CONNECTICUT AVE NW STE 500
WASHINGTON, DC 20009

Employer Identification Number:
03-0554750
DLN:
17053343038005
Contact Person:
JOAN C KISER ID# 31217
Contact Telephone Number:
(877) 829-5500
Accounting Period Ending:
DECEMBER 31
Form 990 Required:
YES
Effective Date of Exemption:
FEBRUARY 08, 2005
Contribution Deductibility:
NO

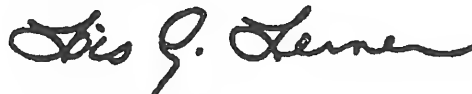
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17053343038005

Form **8718**
(Rev. November 2000)
Department of the Treasury
Internal Revenue Service

User Fee for Exempt Organization Determination Letter Request

▶ Attach this form to determination letter application.
(Form 8718 is NOT a determination letter application.)

For IRS Use Only

Control number

Amount paid

User fee screener

1 Name of organization

Women's Voices. Women Vote Action Fund

2 Employer Identification Number

03 : 0554750

Caution: Do not attach Form 8718 to an application for a pension plan determination letter. Use Form 8717 instead.

3 Type of request

a ☐ Initial request for a determination letter for:

- An exempt organization that has had annual gross receipts averaging not more than \$10,000 during the preceding 4 years, or
- A new organization that anticipates gross receipts averaging not more than \$10,000 during its first 4 years ▶ \$150

Note: If you checked box 3a, you must complete the Certification below.

Certification

I certify that the annual gross receipts of

name of organization

have averaged (or are expected to average) not more than \$10,000 during the preceding 4 (or the first 4) years of operation.

Signature ▶

Title ▶

b ☒ Initial request for a determination letter for:

- An exempt organization that has had annual gross receipts averaging more than \$10,000 during the preceding 4 years, or
- A new organization that anticipates gross receipts averaging more than \$10,000 during its first 4 years ▶ \$500

c ☐ Group exemption letters ▶ \$500

Instructions

The law requires payment of a user fee with each application for a determination letter. The user fees are listed on line 3 above. For more information, see Rev. Proc. 2000-8, 2000-1, I.R.B. 230.

Check the box or boxes on line 3 for the type of application you are submitting. If you check box 3a, you must complete and sign the certification statement that appears under line 3a.

Attach to Form 8718 a check or money order payable to the United States Treasury for the full amount of the user fee. If you do not include the full amount, your application will be returned. Attach Form 8718 to your determination letter application.

Send the determination letter application and Form 8718 to:

Internal Revenue Service
P.O. Box 192
Covington, KY 41012-0192

If you are using express mail or a delivery service, send the application and Form 8718 to:

Internal Revenue Service
201 West Rivercenter Blvd.
Attn: Extracting Stop 312
Covington, KY 41011

Attach Check or Money Order Here

RECEIVED

RECEIVED

DEC 05 '05

DEC 08 '05

RECEIVED

Power of Attorney and Declaration of Representative

► See the separate instructions.

OMB No. 1545-0150
For IRS Use Only
Received by:
Name _____
Telephone _____
Function _____
Date ____/____/____

Part I Power of Attorney (Please type or print.)

1 Taxpayer information (Taxpayer(s) must sign and date this form on page 2, line 9.)		
Taxpayer name(s) and address Women's Voices. Women Vote Action Fund 1325 Darnall Drive McLean, VA 22101	Social security number(s) _____ _____ _____ Daytime telephone number (703) 821-3374	Employer identification number 03 0554750 Plan number (if applicable)

hereby appoint(s) the following representative(s) as attorney(s)-in-fact:

2 Representative(s) (Representative(s) must sign and date this form on page 2, Part II.)	
Name and address Richard L. Thomas 1666 Connecticut Avenue, NW, Suite 500 Washington, DC 20009	CAF No. 03-0094792R Telephone No. (202) 328-1666 Fax No. (202) 328-9162 Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/>
Name and address B. Holly Schadler 1666 Connecticut Avenue, NW, Suite 500 Washington, DC 20009	CAF No. 2605-77791R Telephone No. (202) 328-1666 Fax No. (202) 328-9162 Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/>
Name and address	CAF No. _____ Telephone No. _____ Fax No. _____ Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/>

to represent the taxpayer(s) before the Internal Revenue Service for the following tax matters:

3 Tax matters		
Type of Tax (Income, Employment, Excise, etc.)	Tax Form Number (1040, 941, 720, etc.)	Year(s) or Period(s)
Income	Form 1024	2005 - 2006

4 Specific use not recorded on Centralized Authorization File (CAF). If the power of attorney is for a specific use not recorded on CAF, check this box. (See instruction for Line 4—Specific uses not recorded on CAF.) ☐

5 Acts authorized. The representatives are authorized to receive and inspect confidential tax information and to perform any and all acts that I (we) can perform with respect to the tax matters described on line 3, for example, the authority to sign any agreements, consents, or other documents. The authority does not include the power to receive refund checks (see line 6 below), the power to substitute another representative unless specifically added below, or the power to sign certain returns (see instruction for Line 5—Acts authorized).

List any specific additions or deletions to the acts otherwise authorized in this power of attorney: _____

Note: In general, an unenrolled preparer of tax returns cannot sign any document for a taxpayer. See Revenue Procedure 81-38, printed as Pub. 470, for more information.

Note: The tax matters partner of a partnership is not permitted to authorize representatives to perform certain acts. See the instructions for more information.

6 Receipt of refund checks. If you want to authorize a representative named on line 2 to receive, **BUT NOT TO ENDORSE OR CASH**, refund checks, initial here _____ and list the name of that representative below.

Name of representative to receive refund check(s) ►

- 7 Notices and communications.** Original notices and other written communications will be sent to you and a copy to the first representative listed on line 2 unless you check one or more of the boxes below.
- a** If you want the first representative listed on line 2 to receive the original, and yourself a copy, of such notices or communications, check this box ☐
- b** If you also want the second representative listed to receive a copy of such notices and communications, check this box ☐
- c** If you do not want any notices or communications sent to your representative(s), check this box ☐
- 8 Retention/revocation of prior power(s) of attorney.** The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same tax matters and years or periods covered by this document. If you do not want to revoke a prior power of attorney, check here. ☐
YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.
- 9 Signature of taxpayer(s).** If a tax matter concerns a joint return, both husband and wife must sign if joint representation is requested, otherwise, see the instructions. If signed by a corporate officer, partner, guardian, tax matters partner, executor, receiver, administrator, or trustee on behalf of the taxpayer, I certify that I have the authority to execute this form on behalf of the taxpayer.
- ▶ **IF NOT SIGNED AND DATED, THIS POWER OF ATTORNEY WILL BE RETURNED.**

Page Gardner
 Signature

Page Gardner
 Print Name

12/5/05
 Date

President
 Title (if applicable)

Signature

Date

Title (if applicable)

Print Name

Part II Declaration of Representative

Under penalties of perjury, I declare that:

- I am not currently under suspension or disbarment from practice before the Internal Revenue Service;
- I am aware of regulations contained in Treasury Department Circular No. 230 (31 CFR, Part 10), as amended, concerning the practice of attorneys, certified public accountants, enrolled agents, enrolled actuaries, and others;
- I am authorized to represent the taxpayer(s) identified in Part I for the tax matter(s) specified there; and
- I am one of the following:
 - a** Attorney—a member in good standing of the bar of the highest court of the jurisdiction shown below.
 - b** Certified Public Accountant—duly qualified to practice as a certified public accountant in the jurisdiction shown below.
 - c** Enrolled Agent—enrolled as an agent under the requirements of Treasury Department Circular No. 230.
 - d** Officer—a bona fide officer of the taxpayer's organization.
 - e** Full-Time Employee—a full-time employee of the taxpayer.
 - f** Family Member—a member of the taxpayer's immediate family (i.e., spouse, parent, child, brother, or sister).
 - g** Enrolled Actuary—enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U.S.C. 1242 (the authority to practice before the Service is limited by section 10.3(d)(1) of Treasury Department Circular No. 230).
 - h** Unenrolled Return Preparer—an unenrolled return preparer under section 10.7(c)(viii) of Treasury Department Circular No. 230.

▶ **IF THIS DECLARATION OF REPRESENTATIVE IS NOT SIGNED AND DATED, THE POWER OF ATTORNEY WILL BE RETURNED.**

Designation—Insert above letter (a-h)	Jurisdiction (state) or Enrollment Card No.	Signature	Date
a	D.C.	<i>[Signature]</i>	12/5/05
a	D.C.	<i>[Signature]</i>	12/5/05

Form **1024**
(Rev. September 1998)
Department of the Treasury
Internal Revenue Service

Application for Recognition of Exemption Under Section 501(a)

OMB No. 1545-0057

If exempt status is approved,
this application will be open
for public inspection.

Read the instructions for each Part carefully. **A User Fee must be attached to this application.**

If the required information and appropriate documents are not submitted along with Form 8718 (with payment of the appropriate user fee), the application may be returned to the organization.

Complete the Procedural Checklist on page 6 of the instructions.

Part I. Identification of Applicant (Must be completed by all applicants; also complete appropriate schedule.) Submit only the schedule that applies to your organization. Do not submit blank schedules.

Check the appropriate box below to indicate the section under which the organization is applying:

- a ☐ Section 501(c)(2)—Title holding corporations (Schedule A, page 7)
- b ☒ Section 501(c)(4)—Civic leagues, social welfare organizations (including certain war veterans' organizations), or local associations of employees (Schedule B, page 8)
- c ☐ Section 501(c)(5)—Labor, agricultural, or horticultural organizations (Schedule C, page 9)
- d ☐ Section 501(c)(6)—Business leagues, chambers of commerce, etc. (Schedule C, page 9)
- e ☐ Section 501(c)(7)—Social clubs (Schedule D, page 11)
- f ☐ Section 501(c)(8)—Fraternal beneficiary societies, etc., providing life, sick, accident, or other benefits to members (Schedule E, page 13)
- g ☐ Section 501(c)(9)—Voluntary employees' beneficiary associations (Parts I through IV and Schedule F, page 14)
- h ☐ Section 501(c)(10)—Domestic fraternal societies, orders, etc., not providing life, sick, accident, or other benefits (Schedule E, page 13)
- i ☐ Section 501(c)(12)—Benevolent life insurance associations, mutual ditch or irrigation companies, mutual or cooperative telephone companies, or like organizations (Schedule G, page 15)
- j ☐ Section 501(c)(13)—Cemeteries, crematoria, and like corporations (Schedule H, page 16)
- k ☐ Section 501(c)(15)—Mutual insurance companies or associations, other than life or marine (Schedule I, page 17)
- l ☐ Section 501(c)(17)—Trusts providing for the payment of supplemental unemployment compensation benefits (Parts I through IV and Schedule J, page 18)
- m ☐ Section 501(c)(19)—A post, organization, auxiliary unit, etc., of past or present members of the Armed Forces of the United States (Schedule K, page 19)
- n ☐ Section 501(c)(25)—Title holding corporations or trusts (Schedule A, page 7)

1a Full name of organization (as shown in organizing document) Women's Voices. Women Vote Action Fund		2 Employer identification number (EIN) (if none, see Specific Instructions on page 2) 03 : 0554750
1b c/o Name (if applicable)		3 Name and telephone number of person to be contacted if additional information is needed Richard L. Thomas Form 2848 Attached (202) 328-1666
1c Address (number and street) 1325 Darnall Drive	Room/Suite	
1d City, town or post office, state, and ZIP + 4 If you have a foreign address, see Specific Instructions for Part I, page 2. McLean, VA 22101		
1e Web site address Not yet constructed	4 Month the annual accounting period ends December	5 Date incorporated or formed February 8, 2005
6 Did the organization previously apply for recognition of exemption under this Code section or under any other section of the Code? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach an explanation.		
7 Has the organization filed Federal income tax returns or exempt organization information returns? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," state the form numbers, years filed, and Internal Revenue office where filed.		

8 Check the box for the type of organization. ATTACH A CONFORMED COPY OF THE CORRESPONDING ORGANIZING DOCUMENTS TO THE APPLICATION BEFORE MAILING.

- a ☒ Corporation— Attach a copy of the Articles of Incorporation (including amendments and restatements) showing approval by the appropriate state official; also attach a copy of the bylaws. **See Exhibits 1-2**
- b ☐ Trust— Attach a copy of the Trust Indenture or Agreement, including all appropriate signatures and dates.
- c ☐ Association— Attach a copy of the Articles of Association, Constitution, or other creating document, with a declaration (see instructions) or other evidence that the organization was formed by adoption of the document by more than one person. Also include a copy of the bylaws.

If this is a corporation or an unincorporated association that has not yet adopted bylaws, check here ☐

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization, and that I have examined this application, including the accompanying schedules and attachments, and to the best of my knowledge it is true, correct, and complete.

PLEASE
SIGN
HERE

Page Gardner
(Signature)

Page Gardner, President

(Type or print name and title or authority of signer)

12/5/05
(Date)

For Paperwork Reduction Act Notice, see page 5 of the instructions.

Part II. Activities and Operational Information (Must be completed by all applicants)

- 1 Provide a detailed narrative description of all the activities of the organization—past, present, and planned. Do not merely refer to or repeat the language in the organizational document. List each activity separately in the order of importance based on the relative time and other resources devoted to the activity. Indicate the percentage of time for each activity. Each description should include, as a minimum, the following: (a) a detailed description of the activity including its purpose and how each activity furthers your exempt purpose; (b) when the activity was or will be initiated; and (c) where and by whom the activity will be conducted.

See Attachment A

-
- 2 List the organization's present and future sources of financial support, beginning with the largest source first.

See Attachment A

Part II. Activities and Operational Information (continued)

3 Give the following information about the organization's governing body:

a Names, addresses, and titles of officers, directors, trustees, etc.	b Annual compensation
See Attachment A	See Attachment A

4 If the organization is the outgrowth or continuation of any form of predecessor, state the name of each predecessor, the period during which it was in existence, and the reasons for its termination. Submit copies of all papers by which any transfer of assets was effected.
N/A

5 If the applicant organization is now, or plans to be, connected in any way with any other organization, describe the other organization and explain the relationship (e.g., financial support on a continuing basis; shared facilities or employees; same officers, directors, or trustees).
See Attachment A

6 If the organization has capital stock issued and outstanding, state: **(1)** class or classes of the stock; **(2)** number and par value of the shares; **(3)** consideration for which they were issued; and **(4)** if any dividends have been paid or whether your organization's creating instrument authorizes dividend payments on any class of capital stock.
N/A

7 State the qualifications necessary for membership in the organization; the classes of membership (with the number of members in each class); and the voting rights and privileges received. If any group or class of persons is required to join, describe the requirement and explain the relationship between those members and members who join voluntarily. Submit copies of any membership solicitation material. Attach sample copies of all types of membership certificates issued.
N/A

8 Explain how your organization's assets will be distributed on dissolution.
See Attachment A

Part II. Activities and Operational Information (continued)

- 9 Has the organization made or does it plan to make any distribution of its property or surplus funds to shareholders or members? ☐ Yes ☒ No
If "Yes," state the full details, including: (1) amounts or value; (2) source of funds or property distributed or to be distributed; and (3) basis of, and authority for, distribution or planned distribution.
- 10 Does, or will, any part of your organization's receipts represent payments for services performed or to be performed? ☐ Yes ☒ No
If "Yes," state in detail the amount received and the character of the services performed or to be performed.
- 11 Has the organization made, or does it plan to make, any payments to members or shareholders for services performed or to be performed? ☐ Yes ☒ No
If "Yes," state in detail the amount paid, the character of the services, and to whom the payments have been, or will be, made.
- 12 Does the organization have any arrangement to provide insurance for members, their dependents, or others (including provisions for the payment of sick or death benefits, pensions, or annuities)? ☐ Yes ☒ No
If "Yes," describe and explain the arrangement's eligibility rules and attach a sample copy of each plan document and each type of policy issued.
- 13 Is the organization under the supervisory jurisdiction of any public regulatory body, such as a social welfare agency, etc.? ☐ Yes ☒ No
If "Yes," submit copies of all administrative opinions or court decisions regarding this supervision, as well as copies of applications or requests for the opinions or decisions.
- 14 Does the organization now lease or does it plan to lease any property? ☐ Yes ☐ No
If "Yes," explain in detail. Include the amount of rent, a description of the property, and any relationship between the applicant organization and the other party. Also, attach a copy of any rental or lease agreement. (If the organization is a party, as a lessor, to multiple leases of rental real property under similar lease agreements, please attach a single representative copy of the leases.)
- 15 Has the organization spent or does it plan to spend any money attempting to influence the selection, nomination, election, or appointment of any person to any Federal, state, or local public office or to an office in a political organization? ☒ Yes ☐ No
If "Yes," explain in detail and list the amounts spent or to be spent in each case.
See Attachment A
- 16 Does the organization publish pamphlets, brochures, newsletters, journals, or similar printed material? ☒ Yes ☐ No
If "Yes," attach a recent copy of each.
See Attachment A

Part III. Financial Data (Must be completed by all applicants)

Complete the financial statements for the current year and for each of the 3 years immediately before it. If in existence less than 4 years, complete the statements for each year in existence. If in existence less than 1 year, also provide proposed budgets for the 2 years following the current year.

A. Statement of Revenue and Expenses

Revenue	(a) Current Tax Year	3 Prior Tax Years or Proposed Budget for Next 2 Years			(e) Total
	From To	(b)	(c)	(d)	
1 Gross dues and assessments of members	SEE ATTACHMENT B				
2 Gross contributions, gifts, etc.					
3 Gross amounts derived from activities related to the organization's exempt purpose (attach schedule) (Include related cost of sales on line 9.)					
4 Gross amounts from unrelated business activities (attach schedule)					
5 Gain from sale of assets, excluding inventory items (attach schedule)					
6 Investment income (see page 3 of the instructions)					
7 Other revenue (attach schedule)					
8 Total revenue (add lines 1 through 7)					
Expenses					
9 Expenses attributable to activities related to the organization's exempt purposes.					
10 Expenses attributable to unrelated business activities					
11 Contributions, gifts, grants, and similar amounts paid (attach schedule)					
12 Disbursements to or for the benefit of members (attach schedule)					
13 Compensation of officers, directors, and trustees (attach schedule)					
14 Other salaries and wages.					
15 Interest					
16 Occupancy					
17 Depreciation and depletion					
18 Other expenses (attach schedule)					
19 Total expenses (add lines 9 through 18)					
20 Excess of revenue over expenses (line 8 minus line 19)					

B. Balance Sheet (at the end of the period shown)

		Current Tax Year as of 11/15/05
Assets		
1 Cash	1	11,844.78
2 Accounts receivable, net	2	60,912.74
3 Inventories	3	0
4 Bonds and notes receivable (attach schedule)	4	0
5 Corporate stocks (attach schedule) SEE ATTACHMENT C	5	3,602.50
6 Mortgage loans (attach schedule)	6	0
7 Other investments (attach schedule)	7	0
8 Depreciable and depletable assets (attach schedule)	8	0
9 Land	9	0
10 Other assets (attach schedule)	10	0
11 Total assets	11	76,360.02
Liabilities		
12 Accounts payable	12	94,067.83
13 Contributions, gifts, grants, etc., payable	13	0
14 Mortgages and notes payable (attach schedule)	14	0
15 Other liabilities (attach schedule)	15	0
16 Total liabilities	16	94,067.83
Fund Balances or Net Assets		
17 Total fund balances or net assets	17	[17,708.81]
18 Total liabilities and fund balances or net assets (add line 16 and line 17)	18	NA

If there has been any substantial change in any aspect of the organization's financial activities since the end of the period shown above, check the box and attach a detailed explanation. ☐

Schedule B**Organizations Described in Section 501(c)(4) (Civic leagues, social welfare organizations (including posts, councils, etc., of veterans' organizations not qualifying or applying for exemption under section 501(c)(19)) or local associations of employees.)**

- 1 Has the Internal Revenue Service previously issued a ruling or determination letter recognizing the applicant organization (or any predecessor organization listed in question 4, Part II of the application) to be exempt under section 501(c)(3) and later revoked that recognition of exemption on the basis that the applicant organization (or its predecessor) was carrying on propaganda or otherwise attempting to influence legislation or on the basis that it engaged in political activity? ☐ Yes ☒ No

If "Yes," indicate the earliest tax year for which recognition of exemption under section 501(c)(3) was revoked and the IRS district office that issued the revocation.

- 2 Does the organization perform or plan to perform (for members, shareholders, or others) services, such as maintaining the common areas of a condominium; buying food or other items on a cooperative basis; or providing recreational facilities or transportation services, job placement, or other similar undertakings? ☐ Yes ☒ No

If "Yes," explain the activities in detail, including income realized and expenses incurred. Also, explain in detail the nature of the benefits to the general public from these activities. (If the answer to this question is explained in Part II of the application (pages 2, 3, and 4), enter the page and item number here.)

- 3 If the organization is claiming exemption as a homeowners' association, is access to any property or facilities it owns or maintains restricted in any way? ☐ Yes ☒ No

If "Yes," explain.

N/A

- 4 If the organization is claiming exemption as a local association of employees, state the name and address of each employer whose employees are eligible for membership in the association. If employees of more than one plant or office of the same employer are eligible for membership, give the address of each plant or office.

N/A

GOVERNMENT OF THE DISTRICT OF COLUMBIA

DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



C E R T I F I C A T E

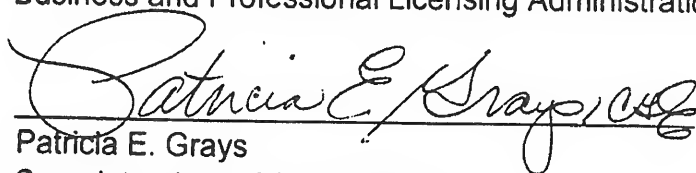
THIS IS TO CERTIFY that all applicable provisions of the District of Columbia NonProfit Corporation Act have been complied with and accordingly, this **CERTIFICATE OF INCORPORATION** is hereby issued to:

WOMEN'S VOICES. WOMEN VOTE ACTION FUND

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of the **8th** day of **February**, **2005**.

Patrick J. Canavan
Acting Director

John T. Drann
Administrator
Business and Professional Licensing Administration


Patricia E. Grays
Superintendent of Corporations
Corporations Division

Anthony A. Williams
Mayor

ARTICLES OF INCORPORATION
OF
WOMEN'S VOICES. WOMEN VOTE ACTION FUND

We, the undersigned natural persons, of the age of twenty-one years or more, acting as incorporators of a corporation pursuant to the NONPROFIT CORPORATION ACT (D.C. Code, 1981 Ed., Title 29, Chapter 3), do adopt the following Articles of Incorporation:

ARTICLE 1. NAME

The name of this corporation is Women's Voices. Women Vote Action Fund

ARTICLE 2. DURATION

The period of duration for this corporation shall be perpetual or until such time as the Board of Directors shall adopt a resolution recommending that the corporation be dissolved pursuant to the District of Columbia Nonprofit Corporation Act.

ARTICLE 3. PURPOSES

The purpose for which the corporation is organized is to promote social welfare within the meaning of section 501(c)(4) of the Internal Revenue Code, including but not limited to, conducting research on determining how to increase the share of unmarried women in the electorate, developing public education campaigns that motivate the voter registration and participation of unmarried women, advocating for public policy issues that affect the lives of unmarried women, and publicizing the positions of elected officials concerning these issues.

This corporation is not organized for profit, and no part of the net earnings of this corporation shall inure to the benefit of any member of the Board of Directors or any other individual except that this corporation may make payments of reasonable compensation for services rendered.

The corporation shall not participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office to an extent that would disqualify it from tax exemption under section 501(c)(4) of the Internal Revenue Code. The corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.

Notwithstanding any provision of these Articles of Incorporation, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).

ARTICLE 4. MEMBERS

This corporation shall have no members until and unless such time as the Board of Directors shall adopt a resolution recommending that the corporation accept members, pursuant to the District of Columbia Nonprofit Corporation Act. Upon the decision of the Board of Directors that the corporation admit members, these Articles must be amended.

ARTICLE 5. STOCK

This corporation shall not have authority to issue capital stock.

ARTICLE 6. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation is 1666 Connecticut Avenue, N.W., Suite 500, Washington, D.C. 20009, and the name of its initial registered agent at such address is Michael B. Trister, residing in the District of Columbia.

ARTICLE 7. AMENDMENTS TO ARTICLES OF INCORPORATION

This corporation reserves the right to amend or repeal, by the affirmative vote of a majority of the members of its Board of Directors, any of the provisions contained in these Articles of Incorporation.

ARTICLE 8. FUNDS AND ASSETS

This corporation shall use its funds only to accomplish the purposes stated in these Articles of Incorporation. Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to, and only to, one or more charitable or social welfare organizations.

ARTICLE 9. DIRECTORS

The manner in which Directors shall be elected or appointed shall be provided in the By-Laws of the corporation. The names and addresses of the persons who are to serve as initial Directors until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Page Gardner	1325 Darnall Drive McLean, VA 22101
Ruth Ferguson	28 Washington Street Marblehead, MA 01945
Margaret Rheinstein	8312 Old Dominion Drive McLean, VA 22102

ARTICLE 10. INCORPORATORS

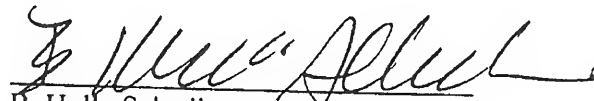
The names and addresses of the incorporators are:

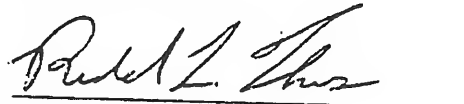
<u>NAME</u>	<u>ADDRESS</u>
B. Holly Schadler	1666 Connecticut Avenue, N.W. Suite 500 Washington, D.C. 20009
Richard L. Thomas	1666 Connecticut Avenue, N.W. Suite 500 Washington, D.C. 20009
Sarah B. Hague	1666 Connecticut Avenue, N.W. Suite 500 Washington, D.C. 20009

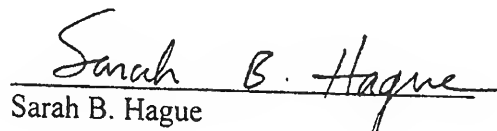
ARTICLE 11. BY-LAWS

The Board of Directors shall have the power to adopt, amend or repeal the By-Laws of this corporation. The By-Laws shall govern the operation of this corporation unless any By-Law conflicts with these Articles of Incorporation, in which case the Articles of Incorporation shall be controlling.

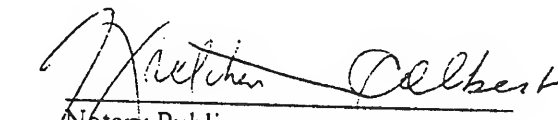
I, Gretchen L. Colbert Notary Public, hereby certify that on the 8th day
of February, 2005:


B. Holly Schadler


Richard L. Thomas


Sarah B. Hague

appeared before me and signed the foregoing document as incorporators, and have averred
that the statements therein contained are true.


Notary Public
my commission expires:
10-31-06

**BYLAWS
OF
WOMEN'S VOICES. WOMEN VOTE ACTION FUND**

ARTICLE 1. OFFICES

Principal Office. The principal office of Women's Voices. Women Vote Action Fund (the "Corporation") shall be located at 1325 Darnall Drive, McLean, VA 22101 or such other place as the Board of Directors (the "Board") may designate. The Corporation may have such other offices, either within or without the District of Columbia, as the affairs of the Corporation may require from time to time.

ARTICLE 2. BOARD OF DIRECTORS

2.1 General Powers. The affairs of the Corporation shall be managed by the Board of Directors ("Board"). Directors need not be residents of the District of Columbia.

2.2 Number and Tenure. The Board shall be composed of no fewer than three (3) Directors. The number of Directors may be changed from time to time by amendment to these Bylaws but no decrease in the number of Directors shall have the effect of shortening the term of any incumbent Director. A Director shall hold office for a term of one year, or until he or she dies, resigns or is removed by a majority vote of the Directors under Section 2.10 of this Article.

2.3 Regular Meetings. By resolution, the Board may specify the time and place either within or without the District of Columbia for holding regular meetings without other notice than such resolution.

2.4 Special Meetings. Special Board meetings may be called by or at the request of the President, the Secretary or any two (2) Directors. The person or persons authorized to call special meetings may fix any place either within or without the District of Columbia as the place for holding any special Board meeting called by them.

2.5 Notice of Special Meetings. Written notice stating the place, day, and hour of each special Board meeting shall be delivered personally or by mail or e-mail to each Director at his/her address shown on the records of the Corporation at least two days before the meeting. Notice shall be effective upon delivery at such address, provided that notice by mail shall also be deemed effective if deposited in the United States mail properly addressed with postage prepaid at least five days before the meeting, and notice by e-mail shall also be deemed effective if the content thereof is delivered at least three days before the meeting. Neither the business to be transacted at, nor the purpose of any special meeting, need be specified in the notice of such meetings.

2.6 Waiver of Notice.

2.6.1 Whenever any notice is required to be given to any Director under the provisions of these Bylaws, the Articles of Incorporation or the District of Columbia Nonprofit Corporation Act, a waiver thereof in writing, signed by the person or persons entitled to such

notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the waiver of notice of such meeting.

2.6.2 The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

2.7 Quorum. A majority of the total number of Directors shall constitute a quorum for the transaction of business at any Board meeting but, if less than a majority is present at a meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

2.8 Manner of Acting. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board, unless the act of a greater number is required by law or by these Bylaws.

2.9. Resignation. Any Director may resign at any time by delivering written notice to the President or the Secretary, or to the registered office of the Corporation.

2.10 Removal. A Director may be removed from office upon the vote of a majority of the remaining Directors.

2.11 Vacancies. Any vacancy occurring on the Board may be filled by the vote of a majority of the remaining Directors. Unless he/she dies, resigns or is removed, a Director so elected shall hold office until his/her successor is elected.

2.12 Presumption of Assent. A Director of the Corporation present at a Board meeting at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his/her dissent is entered in the minutes of the meeting, or unless he/she files his/her written dissent to such action with the person acting as the Secretary of the meeting before the adjournment thereof, or unless he/she forwards such dissent by registered mail to the Secretary of the Corporation immediately after the adjournment of the meeting. A Director who voted in favor of such action may not dissent.

2.13 Compensation. Directors shall not receive any stated salaries for their services, but by Board resolution, Directors may be paid their expenses, if any, of attendance at each Board or committee meeting, or a fixed sum for attendance at each Board or committee meeting; but nothing herein shall be construed to preclude any Director from receiving compensation for services rendered to the Corporation.

2.14 Loans. No loans shall be made by the Corporation to any of its Directors.

2.15 Meeting by Conference Telephone. Members of the Board may participate in a meeting by means of conference telephone or similar communications equipment provided all

persons participating in the meeting can hear each other and such participation shall constitute presence in person at the meeting.

2.16 Action by Board Without A Meeting. Any action which could be taken at a meeting of the Board may be taken without a meeting if a written consent setting forth the action so taken is signed by each of the Directors. Any such written consent shall be inserted in the minute book as if it were the minutes of a Board meeting.

ARTICLE 3. OFFICERS

3.1 Number. The officers of the Corporation shall be a President, a Secretary and a Treasurer, each of whom shall be elected by the Board. A Chair of the Board, one or more Vice Chairs and such assistant officers as may be deemed necessary may be elected or appointed by the Board; such officers and assistant officers to hold office for such period have such authority and perform such duties as may be provided by resolutions of the Board. The Board may delegate to any officer or agent the power to appoint any such subordinate officers, or agents, and to prescribe their respective terms of office, authority and duties. Any two or more offices may be held by the same person, except the offices of President and Secretary.

3.2. Election and Term of Office. The officers of the Corporation shall be elected annually by the Board. Unless he/she dies, resigns, or is removed, each officer shall hold office until his/her successor is elected.

3.3 Resignation. Any officer may resign at any time by delivering written notice to the President, the Secretary, or the Board.

3.4 Removal. Any officer or agent elected or appointed by the Board may be removed by the Board whenever in its judgment the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

3.5 Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or any other cause may be filled by the President for the unexpired portion of the term.

3.6 President. The President shall be chief executive officer of the Corporation and, subject to the Board's approval, shall supervise and control all of the assets, business and affairs of the Corporation. The President shall preside over all Board meetings unless the Chair, if any, is present. The President may sign deeds, mortgages, bonds, contracts, or other instruments, except when the signing and execution thereof have been expressly delegated by the Board or by these Bylaws to some other officer or agent of the Corporation or are required by law to be otherwise signed or executed by some other officer or in some other manner. The President may appoint or remove any staff or consultants for the Corporation and establish the rate of compensation for any such staff person or consultant. In general, he/she shall perform all duties incident to the office of President and such other duties prescribed by the Board from time to time.

3.7 Secretary. The Secretary shall: (a) keep the minutes of meetings of the Board in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of the corporate records; (d) keep registers of the post office address of each Director; (e) sign with the President, or other officer authorized by the President or the Board, deeds, mortgages, bonds, contracts, or other instruments, except when the signing and execution thereof have been expressly delegated by the Board or by these Bylaws to some other officer or agent of the Corporation; (f) prepare and submit an annual report as required by the District of Columbia Nonprofit Corporation Act and (g) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him/her by the President or by the Board. In the absence of the Secretary, an Assistant Secretary may perform his/her duties.

3.8 Treasurer. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Corporation; receive and give receipts for moneys due and payable to the Corporation from any source whatsoever, and deposit all such moneys in the name of the Corporation in banks, trust companies or other depositories selected in accordance with the revisions of these Bylaws; and in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him/her by the Chair or by the Board. In the absence of the Treasurer, an Assistant Treasurer may perform his/her duties.

3.9 Salary. The officers may receive compensation for their services as adopted by resolution of the Board. Officers may be reimbursed for their expenses. No loans shall be made by the Corporation to its officers.

ARTICLE 4. MEMBERS

This Corporation shall have no members.

ARTICLE 5. CONTRACTS, LOANS, CHECKS AND DEPOSITS

5.1 Contracts. The Board may authorize any officer or officers, or agent or agents, to enter into any contract or execute and deliver any instrument in the name of, and on behalf of, the Corporation. Such authority may be general or confined to specific instances.

5.2 Loans. No loans shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board. Such authority may be general or confined to specific instances.

5.3 Checks, Drafts, Etc. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, or agent or agents, of the Corporation and in such manner as is from time to time determined by resolution of the Board.

5.4 Deposits. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board may select.

5.5 Gifts and Contributions. The Treasurer may accept on behalf of the Corporation any contribution, gift, bequest or device as may be consistent with the established purposes of the Corporation and as may be permitted by any applicable local, state or federal law.

ARTICLE 6. BOOKS AND RECORDS

The Corporation shall keep correct and complete books and records of account, minutes of the proceedings of its Board and such other records as may be necessary or advisable, or required by law at the registered or principal office of the Corporation. All books and records of the Corporation may be inspected by a director for any proper purpose at any reasonable time, upon reasonable notice to the Secretary of the Corporation.

ARTICLE 7. FISCAL YEAR

The fiscal year of the Corporation shall be the calendar year, provided that if a different fiscal year is at any time selected for purposes of federal income taxes, the fiscal year shall be the year so selected.

ARTICLE 8. EXECUTIVE COMMITTEE

8.1 Number, Tenure and Qualifications. The Board, by majority vote, may elect from its members an Executive Committee, which will assist in preparing and implementing Corporation policies and programs. The number of members of the Executive Committee shall not be less than three (3), including the Chair of the Board of Directors, if any. The members shall serve for one year or until they are reelected, or their successors are elected.

8.2 Powers. The Executive Committee shall have the authority to direct and oversee the implementation by the Executive Director of policies, initiatives and programs recommended by the Board. The Executive Committee shall also have the authority to approve and oversee the budget and approve contracts on behalf of the Corporation.

8.3 Chair of the Executive Committee. The Chair of the Board of Directors or the President shall serve as Chair of the Executive Committee.

8.4 Meetings. The Executive Committee shall meet, from time to time, when any such meeting is called by the Chair, or by a majority of the members of the Executive Committee. Notice for such a meeting shall be delivered orally or in writing twenty-four (24) hours in advance of the meeting.

8.5 Quorum. A majority of the members of the Executive Committee shall constitute a quorum for the transaction of business at a meeting of the Executive Committee.

8.6 Manner of Acting. The act of a majority of the members present at a meeting of the Executive Committee which a quorum is present shall be the act of the Executive Committee.

8.7 Action by the Executive Committee Without Meeting. Any action which would otherwise be taken at a meeting of the Executive Committee may be taken without a meeting if such action is approved, in writing, by all of the members of the Executive Committee.

8.8 Meeting by Conference Telephone. Members of the Executive Committee may participate in a meeting by means of conference telephone or similar communications equipment provided all persons participating in the meeting can hear each other.

ARTICLE 9. STANDING ADVISORY COMMITTEES

The Board, by resolution adopted by a majority of the Directors in office, may designate and appoint one or more committees to assist in preparing and implementing Corporation policies and programs and advise and aid the Board, officers and employees of the Corporation in any and all matters designated by the Board of Directors. If any such committee shall have and exercise the authority of the Board in the management of the Corporation, it shall consist of no fewer than two Directors. Each such committee may, subject to the approval of the Board of Directors, prescribe rules and regulations for the call and conduct of meetings of that body and all other matters relating to its procedures and responsibilities. Each such committee shall keep regular minutes of its meetings and deliver such minutes to the Board of Directors. The members of any committee shall not receive any stated salary for their services as such, but by resolution of the Board of Directors a fixed sum or expenses of attendance, or both, may be allowed for attendance at any meeting of such committee.

ARTICLE 10. INDEMNIFICATION

To the full extent permitted by the General Corporation Law of the District of Columbia, the Corporation shall indemnify any person who was or is a party to any civil, criminal, administrative or investigative action, suit or proceeding by reason of the fact that he/she is or was a Director or officer of the Corporation, or is or was serving at the request of the Corporation as a Director or officer of another corporation against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and necessarily incurred by him/her in connection with such action, suit or proceeding; and the Board may, at any time, approve indemnification of any other person which the Corporation has the power to indemnify under the General Corporation Law of the District of Columbia. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which a person may be entitled as a matter of law or by contract. The foregoing shall not apply to matters as to which any such person shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of a duty. The Corporation may purchase and maintain indemnification insurance for any person to the extent permitted by applicable law.

ARTICLE 11. AMENDMENTS

These Bylaws may be altered, amended or repealed, and new Bylaws may be adopted by the Board at any regular or special meeting of the Board.

The foregoing Bylaws were adopted by the Board of Directors on Feb 9th, 2005.

Ruth Ferguson
Secretary

Women's Voices. Women Vote Action Fund
E.I.N. 03-0554750

Form 1024
Attachment A

Part II, Line 1—Narrative Description of Activities and Operational Information

Unmarried women are historically ignored by traditional efforts at voter registration, voter turnout and advocacy campaigns. As of 2000, unmarried women were the largest group of people on the sidelines of our democracy – 22 million women ignored by traditional voter registration and get out the vote efforts. Promising changes occurred in 2004, as unmarried women voted in higher numbers and also increased their share of the electorate. According to exit polls in 2000, unmarried women comprised 19 percent of electorate. In 2004, this number climbed to 22.4 percent, an increase of roughly 7 million unmarried women voters. Unmarried women represented 39% of all new voters.

Women's Voices. Women Vote Action Fund ("WVWVAF") has been established to build on these promising developments to ensure that unmarried women have a voice and a vote in our democracy. WVWVAF plans to conduct research on determining how to increase the share of unmarried women in the electorate, develop public education campaigns that motivate the voter registration and participation of unmarried women, advocate for public policy issues that affect the lives of unmarried women, and publicize the positions of elected officials concerning these issues. WVWVAF therefore qualifies as a social welfare organization as described in I.R.C. Section 501(c)(4) in that its purposes are to bring about civic betterments and social improvements. Depending upon the availability of funds, these purposes will be served by the following activities:

1) Research

WVWVAF will base all of its programs and outreach on information originating from its research program. Before conducting any out-reach programs, WVWVAF will take steps to thoroughly understand unmarried women, the issues that concern them, and the best ways to deliver messages to them. The first step of WVWVAF's research program will include compiling and analyzing census and other public data regarding voter registration and participation of unmarried women. The second step includes testing a wide range of methods and methodologies to enhance voter registration, get-out-the-vote and advocacy efforts among unmarried women. Surveys and focus groups will be conducted to acquire first-hand information on why so many of these women do not vote and what can be done to engage them. The information gleaned in the surveys and focus groups will then be used to determine how to best deliver pertinent messages that resonate with these women. WVWVAF will develop pilot

programs that utilize more traditional out-reach tools such as phone messages and mailing pieces. WVWVAF will also develop pilot programs that utilize more cutting-edge approaches such as building on-line communities and sending text messages. All of this research will be done to determine approach them on issues without reinforcing stereotypes about politics and civic participation.

2) Public Education & Media Campaigns

WVWVAF will conduct efforts to motivate the voter registration and participation of unmarried women. WVWVAF will make a number of presentations to the public and the media, focusing on the under-representation of unmarried women in the democratic process. This information will demonstrate the size of this group of women and potential power they have. As the media and public start talking about unmarried women as a distinct group, unmarried women will understand the ability they have to make an impact on our society. In addition, WVWVAF will also work with other organizations to educate them regarding the importance of this group of voters and non-voters and instruct them in the most efficacious ways of reaching them. WVWVAF representatives will speak at conferences, participate in forums and share its research in order to expand its impact. WVWVAF plans to build a website site to publicize its efforts, connect with activists and educate the public.

3) Public Policy Advocacy and Lobbying

WVWVAF plans to conduct a variety of issue campaigns designed to involve unmarried women in public policy decisions. Research will be used to determine the issues and technologies that motivate unmarried women to make their voices heard in public policy debates. Based on its research, WVWVAF will conduct education programs designed to inform this group of women about public policy issues that impact their lives on the federal, state and local level, and to provide them with different way in which to get involved in these issues. For example, WVWVAF may design campaigns focused on health care, social security and economic issues that affect unmarried women.

The WVWVAF's research will include focus groups and surveys to determine how to motivate unmarried women around issues and participation in elections using partisan messages. WVWVAF will also determine their willingness to advocate to their Members of Congress and other locally elected officials. WVWVAF knows that unmarried women want to participate in debates, and is determined to understand how to facilitate and prompt their involvement. As part of these efforts to inform unmarried women about public policy issues, WVWVAF will publicize information regarding public officials' positions on these issues. For instance, WVWVAF may issue a legislative scorecard detailing legislators' votes on issues of importance to unmarried women.

4) *Electoral Activity*

While the primary activity of WVWVAF will be research, public education, policy advocacy and lobbying, the organization will engage in electoral activity including voter education, candidate questionnaires and voter identification as a secondary activity. It will, within the limits of federal and state election law, make political expenditures to communicate with the public through e-mail, printed materials and phone calls to get-out-the-vote and support candidates. Partisan electoral activity will not be a primary activity. Any political intervention activity by WVWVAF will be conducted within the limits on political activity imposed by I.R.C. Section 501(c)(4) and Revenue Ruling 86-95.

Part II, Line 2-Sources of Support

WVWVAF expects to be supported primarily by contributions from individuals.

Part II, Line 3a&b - Officers and Directors

President & Director	Page Gardner 1325 Darnall Drive McLean, VA 22101
Secretary & Director	Ruth Ferguson 28 Washington Street Marblehead, MA 01945
Treasurer & Director	Margaret Rheinstein 8312 Old Dominion Drive McLean, VA 22102

The directors receive no compensation for their service on the Board of Directors. They will be reimbursed for expenses incurred on behalf of the organization and will be compensated to the extent they perform other services for the organization.

Part II, Line 5 - Related Organization

WVWVAF may share certain employees, offices, and equipment with the Women's Voices. Women Vote, a 501(c)(3) organization. To the extent this occurs, WVWVAF will reimburse Women's Voices. Women Vote, at cost, for an allocable portion of salary of the shared employees, as well as an allocable portion of overhead costs for the shared office. These allocations are based on the amount of time spent by employees on work for the two

organizations as reflected by timesheets, and the allocations will be adjusted at the end of each year to reflect any significant variances from the allocation percentages used throughout the year. Internal billing codes will be established to identify those charges incurred by WVWVAF.

Part II, Line 8 – Distribution of Assets upon Dissolution

Upon the termination, dissolution, or winding up of the organization in any manner or for any reason, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the corporation shall be distributed to, and only to, one or more charitable or social welfare organizations.

Part II, Line 15 – Attempts to Influence Election / Selection of Persons to Office

WVWVAF may engage in activities to influence the election of candidates for political office or political parties. Any political intervention activity by WVWVAF will be conducted within the limits on political activity imposed by I.R.C. Section 501(c)(4) and Revenue Ruling 86-95.

Part II, Line 16 – Published or Printed Materials

WVWVAF has not yet produced any pamphlets, brochures, newsletters, journals, or similar printed material.

Women's Voices. Women Vote Action Fund

EIN: 03-0554750

Form 1024

Attachment B

Part III, Financial Data

A. Statement of Revenue and Expenses

	2/8/05 to 11/15/05	2006 proposed	2007 proposed
REVENUE			
Carryover (net)	-	26,976	44,376
Grants	-	250,000	225,000
Individual contributions	22,456	75,000	62,500
Misc Income (Interest, other)	14, 505	10,000	10,000
Total Revenue:	36,961	361,976	341,876
EXPENSES			
Programmatic Costs			
Research	0	75,000	70,000
Materials	0	30,000	27,000
Website/Internet Communications	0	25,000	22,500
Other	0	5,000	4,500
Fundraising Expenses	0	5,000	4,500
Administrative Expenses	1,578		
Office Supplies	-	1,500	1,350
Phone + Internet	-	1,200	1,180
Postage/Messenger	-	2,400	2,160
Rent	0	9,000	9,000
Travel	2,080	3,000	2,700
Salaries	10,918	60,000	54,000
Consultant services			
Research -- Survey, Polling	1,170	16,000	14,400
Research -- General	0	1,500	1,500
Strategic	6,830	24,000	24,000
Fundraising Expenses	9,675	18,000	16,200
Legal and Accountant fees	0	18,000	16,200
Computer / Web	0	15,500	13,950
Miscellaneous	65	7,500	6,750
Total Expenses:	32,316	317,600	275,690
Net:	4,645	44,376	66,186

Women's Voices. Women Vote Action Fund
E.I.N. 03-0554750

Form 1024
Attachment C

NOT SUBJECT TO PUBLIC INSPECTION

Part III - B. Balance Sheet, Line 5 -- Corporate Stocks Schedule

Company:	Steelcase, Inc.
Stock Symbol:	SCS
Description:	Furniture and Fixtures Company, primarily in the office furniture business
Traded on:	NYSE
# of Shares Held:	250
Share Value:	\$3602.50 (\$14.41/share) @ 11/15/05

Basis for withholding this information from public inspection

Although the stock held by the organization is publicly traded, there are only a few individuals associated with the company, who could be readily identified on the basis of the information above. In the interest of keeping the names of its donors and identifying information associated with its donors private, the organization request that this information not be made public.

LAW OFFICES
LICHTMAN, TRISTER & ROSS, PLLC
1666 CONNECTICUT AVENUE, N.W., FIFTH FLOOR
WASHINGTON, D.C. 20009

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ALEXANDER W. DEMOTS^C
KAREN A. POST

^AALSO ADMITTED IN MD
^BADMITTED ONLY IN TX^{*}
^CALSO ADMITTED IN MD

LAURENCE E. GOLD
OF COUNSEL

December 5, 2005

BY CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Internal Revenue Service
P.O. Box 192
Covington, KY 41012-0192

Re: **Women's Voices. Women Vote Action Fund**
EIN: 03-0554750


Dear Sir or Madam:

Enclosed for filing on behalf of the above-referenced nonprofit corporation are the following:

1. Form 1024 with Attachments A - C and Exhibits 1-2;
2. Form 8718 with a check for \$500 made payable to the United States Treasury;
3. Form 2848 authorizing the undersigned to represent the organization in connection with this application.

Please direct any questions regarding this matter to me at the above address and telephone number. Thank you for your assistance.

Sincerely,


Richard L. Thomas

Enclosures